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UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

VERIFIED IDENTITY PASS, INC., DBA CLEAR REGISTERED TRAVELER,

Plaintiff,

-against-

FRED FISCHER, SAFLINK CORPORATION, and FLO CORPORATION,

Defendants.

Case No. 07 Civ.

AFFIDAVIT OF ALLISON BEER IN SUPPORT OF TEMPORARY RESTRAINING ORDER AND PRELIMINARY INJUNCTION

STATE OF NEW YORK) : ss.: COUNTY OF NEW YORK)

ALLISON BEER, being duly sworn, deposes and says:

- 1. I am the Senior Vice President of Corporate Development for Verified Identity Pass, Inc. ("Verified"). I make this affidavit in support of Verified's request for a temporary restraining order. Unless stated otherwise, I have personal knowledge of the matters stated in this affidavit, and if called as a witness, could testify competently thereto.
- 2. As Senior Vice President of Corporate Development, I am in charge of all sales and marketing for Verified. My responsibilities include overseeing Verified's sales presentations

to airports and air carriers to persuade them to become a sponsor of the Verified Registered Traveler Program, corporate purchases of the Verified card for their employees, advertising campaigns, and strategic co-marketing and sales partnerships with travel management companies, hotel chains, rental car companies, and other key players in the travel industry. To assist with my responsibilities, I was given permission by Verified to access and contribute to Verified's Salesforce Database (the "Database"). Verified's Salesforce Database is an electronic Database used by Verified's senior sales executives to keep track of at least hundreds (if not thousands), of important sales contacts, including officials and employees of various airports whose contracts Verified has sought and/or secured, and representatives, employees, and agents of various companies and employers whose business Verified seeks, or who are otherwise involved as strategic partners of Verified. The Database includes not only contact information. but also personal information for contacts, as well as sensitive and confidential information regarding meetings and telephone conversations, deals, negotiations, and updates on the status of each sales contact.

- 3. The information on the Database is extremely valuable to Verified and was difficult and time consuming to compile, having been the result of work done since 2003. The Database includes and tracks key information regarding all of Verified's sales contacts and strategic partners.
- 4. Typically, after a member of Verified's sales team develops a relationship with the management team of an airport or other strategic partner, he or she would update the Database to reflect the new relationship or changes in the status of the relationship. In fact, the Database was designed to be web-based, so that Verified's sales executives could update it immediately from anywhere in the world, to allow other executives at Verified to make immediate use of this valuable information.
- 5. The information contained in the Database is not available from any public source. As far as I am aware, there is no public source which identifies the names of management employees of airports and the other entities with which Verified does business, and

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develops strategic relationships. There is certainly no public source which would identify the key decision makers with respect to airport security at each airport, let alone the conversations they have had with our sales teams, or which would identify Verified's other strategic partners, as well as their key decision makers. Additionally, the comments included in the Database relate specifically to Verified's private business dealings with each contact, and such information is not available from any public source. As explained below, Verified engaged in substantial efforts to keep the information in the Database private and secure.

- 6. In my capacity as Senior Vice President of Corporate Development, I had the opportunity to work regularly with Fred Fischer, who was the Senior Vice President of Sales from December 2005 until December 2006. As Senior Vice President of Sales, Mr. Fischer was in charge of corporate sales and strategic partnerships.
- 7. While Mr. Fischer was at Verified, from December 2005 to December 2006, he was one of only seven individuals permitted access to the Database. These individuals were me, Mr. Fischer, as well as Alexandra Romero and Bates Gregory, both Directors of Corporate Development, Courtney Nichols, former Chief Operating Officer, Charles Simon, Vice President of Policy, and later Vanessa Mazandi, Manager of Corporate Development. Since Mr. Fischer's termination, only three other individuals have been granted access to the Database: Emily Thompson, Manager of Corporate Development, Molly Greenberg, Marketing Manager, and Samantha Carlin, Sales and Marketing Associate. I am informed and believe that, in accordance with company policy, each of these employees signed an employment agreement requiring that each maintain the confidentiality of such information.
- 8. The only way to access or edit information on the Database is either through a password protected Verified terminal or through a password protected website. Verified kept an electronic log of all attempts to access the Database, whether successful or unsuccessful. A true and correct copy of excerpts of this log is attached hereto as Exhibit A.
- 9. The few individuals who had access to the Database were constantly reminded by senior management, including Steven Brill, Verified's CEO, that the information in the Database

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was confidential and that special care should be taken to make sure that privacy and security was maintained at all times.

- I am aware that Fred Fischer was terminated in the fall of 2006. Our computer 10. records reflect that Mr. Fischer last accessed the Database on December 5, 2006. A true and correct copy of Mr. Fischer's electronic profile sheet reflecting Mr. Fischer's access of the Database on December 5, 2006, is attached hereto as Exhibit B. Shortly after his termination, I changed Mr. Fischer's user status to inactive, so that he would not be granted access to the Salesforce database or to our network.
- 11. After leaving Verified, Mr. Fischer began working for our competitor — FLO Corporation, a wholly owned subsidiary of Saflink Corporation.
- I have reviewed the electronic log which reflects access to the Database, and have 12. learned that since Mr. Fischer was terminated, he made four separate attempts to access the Database, on January 31, 2007, April 6, 2007, June 12, 2007, and June 29, 2007. See Exhibit A. Verified is currently working with Kroll Ontrack, Inc. to perform a computer forensic analysis to determine the extent of Mr. Fischer's intrusion into our system, and to assess and remediate any damage to the system and to implement remedial safeguards to the system, as a result of Mr. Fischer's unauthorized access and attempted access.
- Since Mr. Fischer began working for FLO Corporation, it appears that he used 13. Verified's Database to send out at least three mass mailings to all of Verified's contacts. Each email was sent by Mitchell@businesstravelcoalition.com "on behalf of FLO Corporation." See, e.g., Exhibits C, D and E.
- FLO first sent an email to contacts on our Database in early July, giving them an 14. opportunity to opt-out of Saflink's mailing list. A true and correct copy of the opt-out email is attached hereto as Exhibit C. The opt-out email contained a link to an article, which makes the statement: "Currently, there is no individual company that has all the capabilities to launch RT on its own. As such, the industry is driven by a strategic alliance-based model with technology, customer service and marketing partners forming core teams. A potential problem for later RT

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industry entrants might be that all best-in-class partners could be committed to other ventures. FLO Corporation, for example, has entered into commercial agreements with Business Travel Coalition, International RAM Associates, Johnson Controls, JP Morgan Chase, Microsoft and Smiths Detection. Likewise, Verified Identity Pass' partners include GE Security, Lockheed Martin, Daon and ARINC." A true and correct copy of the linked article is attached hereto as Exhibit F.

- 15. Then, a week later, on or about July 10, 2007, Saflink forwarded an advertisement to the same contacts from Verified's Database, stating that "You can receive up to a 35% discount if you sign a non-binding letter of intent [to enter into a contract with Saflink] by July 20, 2007." A true and correct copy of an example of this email is attached hereto as Exhibit D.
- 16. The following week, on July 16, 2007, FLO sent a mass email requesting that its recipients participate in a 7-minute survey "regarding several aspects of the registered travel program that the Business Travel Coalition is conducting on behalf of FLO Corporation." A true and correct copy of an example of this email is attached hereto as Exhibit E.
- 17. I was able to determine that Mr. Fischer used Verified's Database because he sent out the mailings to a number of individuals who were included in Verified's Database, but who would have no reason to be on a Saflink mailing list. Perhaps most tellingly, Fischer sent mass emails to Brett Stewart, my good friend and the maid-of-honor at my wedding. Brett lives in Toronto. I happened to include her on the database for my own convenience. Brett does not work in the aviation or airline industry and there is no legitimate reason, or basis independent from our Database, that she would have been included in FLO's mass mailing. Additionally, the emails were received by:
 - (a) David Brown, an Atlanta lawyer in a private law firm whom Verified has retained;
 - (b) Kenneth Klinge, an independent contractor and lobbyist for Verified;
 - (c) Vanessa Mazandi, a Verified employee hired just before Mr. Fischer's employment was terminated;
 - (d) Dick Fogel, a subcontractor for Verified;

- (e) Mike Lanam, a staffing provider for Verified;
- (f) Joe Paresi, a subcontractor for Verified;
- (g) Thomas Flintoft, a California lobbyist for Verified;
- (h) Joe Smith, travel manager for Darden Restaurants, an early Verified corporate customer
- (i) Monte Belger, a Verified subcontractor
- (i) Lori Booker, Verified's public relations contact in Orlando
- (k) Sid Davidoff, Verified's lobbyist in New York

All of these individuals were included on Verified's Database. As with my maid of honor, none of these individuals ever received mailings from Saflink before Mr. Fischer started working for FLO. Other than through Verified, none of these individuals have any connection to the Registered Traveler industry. I can think of no legitimate reason why they would appear on a Saflink mailing list.

18. Each of these individuals forwarded the e-mail solicitation they received to Verified and expressed surprise that they received an email from Saflink.

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Sworn to before me this 19 th day of July, 2007

Notary Public

Notary Public, State of New York No. 01AN5018079 Qualified in New York County Commission Expires Sept. 20.

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Usemame bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com	bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com	bgregory@verniedidpass.com bgregory@verniedidpass.com bgregory@verniedidpass.com bgregory@verniedidpass.com bgregory@verniedidpass.com bgregory@verniedidpass.com bgregory@verniedidpass.com	bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com	bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com	bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com bgregory@verifiedidpass.com

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Client	N/A	(A/N	Α Z	A/Z	A/N	A/N	A/N	Α/Z	A/N	A/N	A/A	A/N	Α/N	N/A	A/A	ΑX	A/X	Α.Χ	A'N	A/N	A'N	X X	A'X	ΑX	A/N	ΑX	N/A	ΝΆ	K/N	N A A	A/N	K/N	N/A	A/A	A/A	A/A	A/A	A/S	۷ Z	ΚX	A/N	N/A
Application	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser
Platform	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP
Browser	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	IE 7	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0	Firefox 2.0
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Source IP	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	72.254.33.235	66.238.90.187	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	71.247.122.204	66.43.73.82	66.43.73.82
Login Time (Eastern Daylight Time)	2/12/2007 12:12	2/12/2007 8:33	2/9/2007 13:46	2/9/2007 7:50	2/8/2007 14:55	2/8/2007 13:52	2/8/2007 12:37	2/8/2007 8:21	2/6/2007 18:40	2/6/2007 18:21	2/6/2007 15:35	2/6/2007 13:45	2/6/2007 11:28	2/6/2007 11:17	2/2/2007 16:18	2/2/2007 14:00	2/2/2007 10:29	2/2/2007 8:57	2/1/2007 14:11	1/31/2007 15:46	1/31/2007 15:07	1/31/2007 9:16	1/30/2007 13:51	1/30/2007 10:36	1/30/2007 9:02	1/30/2007 8:14	1/29/2007 17:41	1/29/2007 9:05	1/26/2007 14:34	1/26/2007 13:30	1/26/2007 10:36	1/24/2007 18:39	1/23/2007 10:28	1/22/200/ 11:4/	1/22/2007 8:55	1/22/2007 8:34	1/19/200/ 12:03	02:8 /002/61/1	1/18/2007 13:39	1/18/2007 9:49	1/1//2007/1/:05	1/16/200/ 17:22	1/16/2007 15:42
Usemame	bgregory@verifiedidpass.com	bgregory@verifiedidpass.com	bgregory@verifiedidpass.com	bgregory@verifiedidpass.com	bgregory@ventredidpass.com	bgregory@verifiedidpass.com	bgregory@verifiedidpass.com	byregory@veniledidpass.com	bgregory@verilledidpass.com	ogregory@vermedidpass.com	bgregory@venriedidpass.com		-	bgregory@veniledidpass.com	ogregory@ventiedidpass.com						bgregory@verifiedidpass.com				bgregory@verifiedidpass.com	bgregory@venfledidpass.com	bgregory@verifiedidpass.com	ogregory@ventiedidpass.com	bgregory@venriedidpass.com														bgregory@verniedidpass.com

	API	Version	A/A	ΨZ.	A/N	Y X	A/N	N/A	N/A	A/N	N/A	Ϋ́	N/A	A/N	Ϋ́	A/N	N/A	A/N	Ψ.X	Υ/N	Α/Z	Y/N	Ą	V/N	ζ Ą/	4 /N	<u> </u>	N/A	∀ /2	Ą	V/V	Ϋ́ X	A/Z	A/A	N/A	A/A	N/A	A/N	K/Z	Ϋ́	A/A	K/Z	A/A	N/A	A/X
	API	Type	ΑŻ:	K/N	₹ Z	Z/A	N/A	Y, V	ΝA	ΝΆ	ΑX	Ϋ́	ΑN	Ϋ́	ΑX	Ϋ́	Y.X	ΑN	N.	ΑX	∀X	₹ Z	√ Z	4/2	(V	A/N		Δ/Ν	ξ X	Ϋ́ N	₹ Z	A/N	N/A	A/A	N/A	N/A	ΝΆ	ΑΝ	A/N	Ϋ́Z	ΑN	A/N	A/N	ΝΆ	N/A
	Client	Version	¥ :	Y :	Y/S	Y/S	Α/N	ΑX	Y/A	ΑX	ΑX	ΑX	A/N	A/N	N/A	ΑX	A/A	ΑN	VX	Α/N	Α.X	√X	¥ Z	∀ Z	χ Z	A/A	, ,	A/A	₹ Z	Ϋ́	ΑN	A/N	N/A	A/A	Y/Z	N/A	A/N	A/A	A/N	A/N	A/A	N/A	N/A	N/A	N/A
	;	Application	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser		Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser						
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	í	Browser Firstow	Firefox 2.0	rirefox 2.0	Firefox 2.0	rirefox 2.0	Firefox 2.0	Firefox 2.0			<u>п</u> 9	<u>н</u> 6	IE 7	E 7	IE 7	IE 7	IE 7	IE 7	IE 7	IE 7	IE 7	IE 7	IE 7	IE 7	E 7	IE 7		IE 7.	IE 7		16.7		IE 7	IE 7	IE 7	IE 7	IE 7	IE 7	压7		1E 7	1E 7	IE 7	IE 7	IE 7
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į	Login Time (Eastern Daylight Time)	1/16/2007 12:43	1/15/2007 14:24	1/15/2007 10:55	1/12/2007 15:22	1/11/2007 16:11	1/10/2007 19:11	1/10/2007/12.20	5/1/200/ 14:51	2/15/200/ 16:03	2/1/2007 15:11	1/31/2007 17:54	6/22/2007 11:12	6/21/2007 17:06	6/15/2007 13:22	6/15/2007 10:50	6/12/2007 11:42	6/7/2007 13:40	6/5/2007 17:57	6/5/2007 14:04	6/5/2007 9:57	6/1/2007 15:13	5/31/2007 11:43	5/29/2007 14:45	5/23/2007 15:00	5/23/2007 13:37		5/23/2007 13:37	5/22/2007 10:53	5/21/2007 16:18	5/16/2007 17:25	5/15/2007 14:18	5/15/2007 10:36	5/14/2007 14:19	5/14/2007 9:56	5/9/2007 15:02	5/9/2007 10:46	5/3/2007 16:00	5/2/2007 12:32	5/1/2007 11:46	5/1/2007 8:57	4/30/2007 12:44	4/27/2007 14:46	4/27/2007 11:56	4/25/2007 11:46
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API	Version	A/N	A/N	N/A	Z	Ψ.X	Α. V	A/Z	A/N	Ψ'Z	Ψ.Z	A N	A/Z	N/A	A/N	A/N	Α/Z	A/Z	Α'N	Α Z	Α N	ΑN	Ą.	A'N	A'N	N/A	N/A	Α/N	A/N	A/N	N/A	ΝA	ΝA	ΑN	N/A	A/N	N/A	A/N	A/N	A/N	N/A	ΑN	A/N
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Client	Version	ΑN	A/N	A/N	Α/Z	A/A	A/X	ΑX	A/A	Ϋ́ X	Ϋ́	A/A	ΑX	N/A	ΑX	Α/X	Ϋ́	A/N	₹ Z	ĕ.Z	A/X	Α/Z	A/Z	A/N	A/N	A/N	A/N	ΑN	A/N	۷/X	A/A	A/N	V/V	∀/Z	Ϋ́	A/N	A/N	A/N	A/N	Α/N	۷/۷	A/N	Ϋ́
:	Application	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser	Browser
; i	Platform	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP	WinXP
	Browser	E 7	E 7	IE 7			IE 7		IE 7			IE 7	IE 7.	IE 7			IE 7				IE 7	IE 7		E 7	IE 7				IE 7	IE 7	IE 7	IE 7	E7										
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} }	Login Type	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application	Application
<u>c</u>	Source IP	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66,43.73.82	66,43,73.82	66.43.73.82	66.43.73.82	66.43,73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82	66.43.73.82
Login Time (Eastern	Daylight Time)	4/25/2007 10:38	4/20/2007 15:44	4/11/2007 15:37	4/5/2007 15:09	4/5/2007 10:03	4/4/2007 15:59	4/4/2007 14:30	4/4/2007 10:23	3/29/2007 14:22	3/29/2007 11:39	3/28/2007 15:39	3/22/2007 16:56	3/15/2007 12:01	3/15/2007 12:01	3/14/2007 15:26	3/14/2007 9:54	3/13/2007 16:55	3/13/2007 12:04	3/12/2007 16:53	3/8/2007 9:58	3/7/2007 16:05	3/7/2007 10:17	3/6/2007 15:50	3/6/2007 15:31	3/6/2007 11:11	3/5/2007 10:15	3/2/2007 14:13	3/1/2007 16:54	3/1/2007 12:25	3/1/2007 12:02	3/1/2007 12:01	2/27/2007 10:28	2/23/2007 15:25	2/23/2007 12:47	2/20/2007 17:37	2/20/2007 15:29	2/16/2007 11:30	2/15/2007 13:46	2/15/2007 10:31	2/14/2007 16:10	2/14/2007 9:55	2/13/2007 14:58
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leamame	Login Time (Eastern				ı			Client	API	API
Scinding State of the second	Cayilgni Lime)	Source IP	Login lype	Status	Browser	Platform	Application	Version	Type	Version
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csimon@verifiedidpass.com	2/13/2007 11:13	66.43.73.82	Application	Success	E7	WinXP	Browser	Δ/N	Λ/N	
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csimon@verifiedidpass.com	2/12/2007 10:22	66.43.73.82	Application	Success	Т	WinXP	Brower		(<u>{</u>	(<u> </u>
csimon@verifiedidpass.com	2/9/2007 12:34	66.43.73.82	Application	Success	. 년	WinXP	Browser	(<u> </u>	(<u> </u>	V
csimon@verifiedidpass.com	2/9/2007 10:24	66.43.73.82	Application	Success	F 7	WinXP	Browser	(ζ <u>ς</u>	<u> </u>
csimon@verifiedidpass.com	2/7/2007 16:12	66.43.73.82	Application	Success	E 7	WinXP	Browser	((<u>{</u>
csimon@verifiedidpass.com	2/7/2007 16:08	66.43.73.82	Application	Success	E 7	WinXP	Browser	(A/N	√ / ×	2 2
csimon@verifiedidpass.com	2/6/2007 13:41	66.43.73.82	Application	Success		WinXP	Browser	A/N	√ /N	(o
csimon@verifiedidpass.com	2/5/2007 15:52	66.43.73.82	Application	Success		WinXP	Browser	₹ X	(A/Z	(4
csimon@verifiedidpass.com	2/2/2007 16:23	66.43.73.82	Application	Success		WinXP	Browser	Α.Χ.	{	(4
csimon@verifiedidpass.com	2/2/2007 11:53	66.43.73.82	Application	Success	E 7	WinXP	Browser	(A)	{	(V
csimon@verifiedidpass.com	1/30/2007 15:33	66.43.73.82	Application	Success	IE 7	WinXP	Browser	Ψ.X	Z Z	(A/N
csimon@verifiedidpass.com	1/30/2007 14:13	66.43.73.82	Application	Success		WinXP	Browser	A/N	Ψ/N	(A/N
csimon@verifiedidpass.com	1/26/2007 16:37	66.43.73.82	Application	Success	E 6	WinXP	Browser	Ψ.X	A/N	Δ/N
csimon@verifiedidpass.com	1/25/2007 17:03	66.43.73.82	Application	Success		WinXP	Browser	A/N	A/N	A/N
csimon@verifiedidpass.com	1/25/2007 12:16	66.43.73.82	Application	Success		WinXP	Browser	A'N	Ψ.Z	Υ/N
csimon@verifledidpass.com	1/23/2007 10:18	66.43.73.82	Application	Success		WinXP	Browser	A/N	Ψ/Z	A/N
csimon@verifledidpass.com	1/22/2007 16:32	66.43.73.82	Application	Success	<u>п</u>	WinXP	Browser	Α.Υ.	Ψ/Z	Υ/N
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csimon@verifiedidpass.com	1/19/2007 9:27	66.43.73.82	Application	Success	<u>н</u>	WinXP	Browser	Υ Z	A/N	(A/N
csimon@verifiedidpass.com	1/17/2007 14:09	66.43.73.82	Application	Success		WinXP	Browser	Ą.	\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \\ \	(4
csimon@verifiedidpass.com	1/16/2007 15:36	66.43.73.82	Application	Success		WinXP	Browser	∀	Δ/N	(V
csimon@verifiedidpass.com	1/16/2007 13:33	66.43.73.82	Application	Success		WinXP	Browser	A/N	δ/N	V/N
csimon@verifiedidpass.com	1/12/2007 11:24	66.43.73.82	Application	Success		WinXP	Browser	Υ Z	Ψ/N	(A)
ethompson@verifiedidpass.com 6/19/2007 10:27	r 6/19/2007 10:27	66.43.73.82	Application	Success	IE 7	WinXP	Browser	A/N	N/A	V/N
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ffischer@verifiedidpass.com	6/29/2007 20:42	24.167.168.189	Application	Inactive	IE 7	WinVista	Browser	N/A	A/N	ΑX
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inscriet@vermedidpass.com	4/6/2007 22:23	24.167.168.189	Application	Inactive	E 7	WinXP	Browser	N/A	N/A	A/N
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mscher@vermedidpass.com	1/31/2007 18:48	24.167.168.189	Application	Inactive		WinXP	Browser	N/A	A/N	A/A
mgreenberg@ventiedidpass.coi 5/24/2007 15:55	15/24/2007 15:55	66.43.73.82	Application	Success	<u>п</u>	WinXP	Browser	ΝΆ	A/N	A/N
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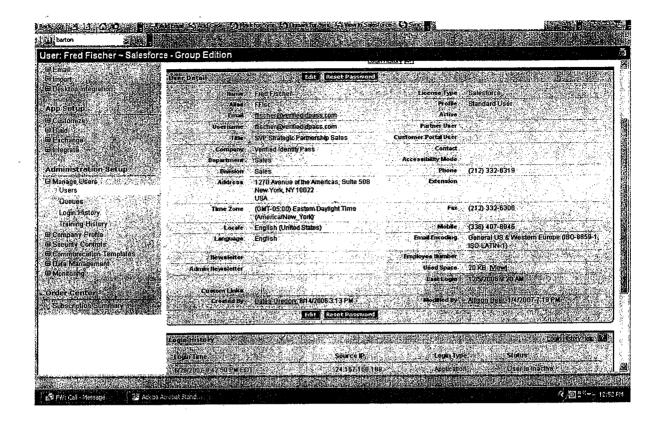
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Document 7 Filed 07/27/2007

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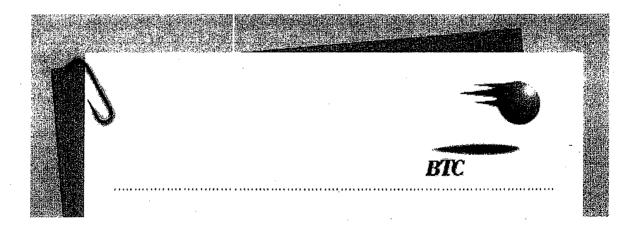


From: Aviation Security Journal [mailto:mitchell@businesstravelcoalition.com]

Sent: July 5, 2007 12:33 PM

To: Brett Stewart

Subject: Registered Traveler (FREE Content)



JULY PREVIEW: Registered Traveler

RT 2.0: YOURS TO SHAPE

by Kevin Mitchell



Nearly six years after the tragic events of September 11, 2001, the long awaited Registered Traveler (RT) program is beginning to roll out on a national basis, with the oversight of the Transportation Security Administration (TSA). This fledgling industry's general direction has been established, but substantial work remains regarding the shape of its long-term competitive structure, its final economic model and the types of services offered to RT program members. It's time for corporate travel managers (CTMs) to engage!

Click here to read the full story: http://64.239.6.238/article.asp?articleid=5419&preview=1

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Advancing Customer Interests Since 1994

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EXHIBIT D

----Original Message----

ANNOUNCEMENT

To: Corporate Travel Executives

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From: Travel Industry <mitchell@businesstravelcoalition.com>
To: Fogel, Dick
Sent: Tue Jul 10 07:28:06 2007
Subject: Registered Traveler Offer (TIME-Sensitive)
 <http://businesstravelcoalition.com/cgi-</pre>
bin/dada/mail.cgi/spacer_image/travel_industry/20070710052806/spacer.png>
 <http://www.businesstravelcoalition.com/__ml_support_files/images/topleft.gif>
        <http://www.businesstravelcoalition.com/__ml_support_files/images/topmiddle.gif>
        <http://www.businesstravelcoalition.com/__ml_support_files/images/topright.gif>
 <http://www.businesstravelcoalition.com/__ml_support_files/images/middleleft.gif>
        <http://www.businesstravelcoalition.com/__ml_support_files/images/_blank.gif>
        <http://www.businesstravelcoalition.com/</pre>
  _ml_support_files/images/middleright_no_text.gif>
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The Transportation Security Administration's Registered Traveler (RT) program is now finally rolling out on a national basis with Denver, Atlanta and Washington DC airports leading the way. Corporate travel and sourcing executives need to be prepared to take advantage of strategic marketplace opportunities.

The FLO Corporation, a RT services provider, is making a special offer for member preenrollment for the Denver, Atlanta and Washington, DC airports for your corporations' travelers who live there or travel there frequently. You can receive up to a 35% discount if you sign a non-binding letter of intent by July 20, 2007.

These airports will be implementing RT in the coming months. No payments would be due until travelers complete the enrollment process after RT program implementation by these airports.

For additional information on this offer, please call Fred Fischer, SVP Strategic Sourcing, FLO Corporation, at 336-499-5683 or send an email to ffischer@saflink.com.

To read a July 2007 primer on RT go to http://64.239.6.238/article.asp?articleid=5419 &preview=1.

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----Original Message----

Sent: Mon Jul 16 16:06:55 2007

To: Belger, Monte

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Subject: Complimentary Registered Traveler Membership for YOU
 <http://businesstravelcoalition.com/cgi-</pre>
bin/dada/mail.cgi/spacer_image/journal/20070716140655/spacer.png>
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 <http://www.businesstravelcoalition.com/__ml_support_files/images/Left.gif> To: Industry
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From: Aviation Security Journal <mitchell@businesstravelcoalition.com>

. Colleagues

From: Kevin Mitchell (BTC)

FREE Registered Traveler Membership for YOU*

The Registered Traveler (RT) program is emerging from its pilot phase and rolling out as RT 2.0 on a national basis with major airports at Atlanta, Denver, San Francisco and Washington, DC leading the way. This fledgling industry's general direction has been established, but substantial work remains regarding the shape of its long-term competitive structure, its final economic model and the types of services offered to RT program members.

I would appreciate your participation in a 7-minute survey regarding several aspects of the RT program that the Business Travel Coalition is conducting on behalf of FLO Corporation, a RT services provider. In return, FLO will provide each corporate travel manager who completes the survey with a complimentary FLO RT card good for one year*. For all other industry participants who complete the survey, they will be entered in a drawing for a complimentary FLO RT card; 25 of these cards will be given away.

The survey can be found at http://www.AdvancedSurvey.com/default.asp?SurveyID=53720.

The survey will be open until COB Thursday, July 19. I will forward enrollment instructions Friday. Also see note below if you are attending NBTA Boston.

* Enrollee is responsible for payment of TSA security threat assessment fee of \$28 at time of enrollment. Total value of FLO membership is \$71.95. If you plan on attending the NBTA International Convention & Exposition in Boston, visit the FLO Kiosk located in the NBTA Registration Area to schedule your enrollment appointment and register your biometrics. You'll need to bring two forms of authorized identification to complete the enrollment process. www.fastlaneoption.com/nbta

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INSIGHT :: June 2007

• July Preview: Registered Traveler

by Kevin Mitchell

RT 2.0: Yours To Shape

Nearly six years after the tragic events of September 11, 2001, the long awaited Registered Traveler (RT) program is beginning to roll out on a national basis, with the oversight of the Transportation Security Administration (TSA). This fledgling industry's general direction has been established, but substantial work remains regarding the shape of its long-term competitive structure, its final economic model and the types of services offered to RT program members.

It's time for corporate travel managers (CTMs) to engage!

Thus far, CTMs have only been able to comment on hypothetical RT business models and programs. Now that the TSA pilot programs (what the Business Travel Coalition calls "RT 1.0") have provided real-world results, CTMs have a true opportunity to drive the final shape and form of this industry and ensure its long-term competitiveness. This is an industry that will no doubt grow in importance to the corporations that field millions of business travelers around the world.

To empower CTMs, and to provide a platform for them to influence this personal credentialing industry, BTC recently conducted research into the kinds of services CTMs would like to see bundled into the next generation of RT programs — "RT 2.0." The results of this research will be announced in July. To convert this research into industry influence for CTMs, BTC has just launched a nationwide, customer-led RT coalition.

Birth Of The Concept

In the immediate weeks following 9-11, BTC conducted eight regional symposia around the country on behalf of the Association of Corporate Travel Executives (ACTE). The mission was to identify barriers to getting business travelers back on the road and to generate ideas and solutions.

Terms such as "security hassle" and "the new normal" entered the travel industry lexicon. The strong sense was that dramatically expanded airport security protocols were here to stay. During the second of these symposia, the concept of an expedited security process for business travelers emerged and was variously referred to as the "Trusted" or "Known" Traveler Program. It dominated the balance of these industry gatherings.

Soon thereafter, the Department of Homeland Security (DHS) was formed, and the concept, officially known today as Registered Traveler, made it into the press and was debated in Congress, in the travel industry and among privacy groups. Support at the DHS, and subsequently at TSA, waxed and waned largely depending on who was in charge.

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Back Issue!

June 2007

Several surveys of CTMs, as well as of individual frequent business travelers, were conducted by BTC. There was a high degree of acceptance of such a program, if not outright enthusiasm. However, CTMs and travelers were being queried about a hypothetical program with little concrete information regarding program cost, privacy protections and effectiveness. So, assumptions had to be made which rendered survey results valuable, but not actionable.

Developing The Fundamentals

Business Have Executive askBTE.com

Congress eventually mandated RT and the TSA began a 5-airport pilot program (limited in scope and traveler participation) in 2004 to test various technologies, passenger acceptance levels and effectiveness. The airports that partnered with the TSA in the pilot programs were Minneapolis-St. Paul International Airport, Los Angeles International Airport, George Bush Intercontinental Airport/Houston, Ronald Reagan Washington National Airport and Boston Logan International Airport.

During this same period, the outlines of the technical standards for a national RT program began to take shape. Fundamental operating principles emerged such as interoperability, which guarantees that no matter the RT service provider, every card is accepted at every RTprovisioned airport with no additional cost to the cardholder member.

By 2005, RT 1.0 was ready for a more extensive pilot program. Verified Identity Pass Inc. was chosen to implement a privately funded RT pilot program at the Orlando airport. This was important because despite passenger surveys and the results of the TSA's 5airport pilot program, airports and airlines were still unsure that (a) there was a sufficiently large market willing to pay for RT; (b) that the program would actually work, i.e. that it would increase throughput in RT-dedicated lanes as well as all other security lines at a given airport, and would still improve the quality of the security result; and (c) the TSA was truly committed to RT.

The Orlando pilot satisfactorily addressed these issues.

Today, standards are set, RT has been approved by TSA as a strictly voluntary program for national rollout, some six airports are operational and many more have released (or will shortly) requestsfor-proposals including airports in San Francisco, Denver, Washington DC, Atlanta and Miami. All RT costs are borne by individual RT members paying various fees to RT service providers. There are currently five RT providers: FLO Corporation, Unisys, Vigilant Solutions, Verant Identification Systems and Verified Identity Pass,

Currently, there is no individual company that has all the capabilities to launch RT on its own. As such, the industry is driven by a strategic alliance-based model with technology, customer service and marketing partners forming core teams. A potential problem for later RT industry entrants might be that all best-in-class partners could be committed to other ventures.

FLO Corporation, for example, has entered into commercial agreements with Business Travel Coalition, International RAM Associates, Johnson Controls, JP Morgan Chase, Microsoft and Smiths Detection. Likewise, Verified Identity Pass' partners include GE Security, Lockheed Martin, Daon and ARINC.

The TSA and the corporations that field millions of business travelers each year as well as airports and airlines all seek (a) a high quality security result in balance with acceptable civil liberties tradeoffs and (b) an efficient airport security process. Indeed, these two goals are in the interest of hotels, rental car companies and virtually the entire travel industry.

We need to prevent attacks on our aviation system that bring harm to travelers and aviation industry employees, destroy property,

damage markets and consequently result in a negative impact on travel industry demand. We likewise require a level of efficiency that keeps business travelers, the drivers of our national economy, flowing smoothly throughout the aviation system.

How RT Works

RT membership offers travelers expedited access through security at all airports participating in TSA's RT program. A participant first completes an online pre-registration form, then visits a RT service provider's kiosk at an airport or other convenient location and provides personal biometrics and two forms of government-approved identification to complete enrollment. A participant's application is subsequently submitted to what's called the Transportation Security Clearinghouse (TSC) for a security threat assessment, and the applicant is charged an enrollment fee.

If an applicant is denied membership by TSA, the applicant receives a notification stating such. (An applicant may download redress information from the TSA public Website.) It is anticipated that most RT service providers will refund the enrollment fee, less the \$28 TSA security threat assessment fee, in such a case. If approved, an applicant is advised by her RT service provider and receives a RT card in the mail, which can be used immediately at any airport participating in the TSA RT program.

At the airport, the new member is asked to present her biometric at a verification kiosk to ensure it matches the biometric embedded in the RT card. The card is checked to ensure that it is a valid RT card, and then it is checked against the Card Revocation List (CRL) to ensure that it hasn't been revoked by either the TSA or the member's service provider. (The CRL is routinely updated with information from the TSA and all participating RT service providers.) If checkpoint approval is granted, the member proceeds through security screening on an expedited basis.

Each member will be continuously vetted by the Clearinghouse and TSA's ongoing security reviews. If a member's security status changes, the membership is immediately deactivated and the member receives notification from her RT service provider of the change in status. Depending on the service provider's refund policy, the member may receive a refund for the unused portion of the annual enrollment fee.

Problems Solved By RT

The RT program offers several potential advantages, in terms of travel productivity, airlines' bottom lines and airports' safety and efficiency.

For business travelers, RT provides a predictable security experience with respect to the amount of time it takes to be processed through airport security — usually just a couple of minutes through a RT lane. For a frequent business traveler, this could mean an extra hour of sleep while on the road, or not having to leave a customer's office 45 minutes early because of not knowing what to expect at an airport on any given day.

A nationwide, successful RT program will help return business travelers who have reduced air travel because of the inconvenience and unpredictability of the security process. The last few passengers who board typically make the difference between profit and loss on a given flight. Recapturing just a modest percentage of these high-yield passengers would conservatively generate some \$2 billion in new revenues for the airlines, favorably impacting profits, share prices and market capitalization levels.

Airport authorities are vested in achieving a high quality security result. Having long lines logjam into non-secure areas of the airport, or even outside terminal buildings, is a bad result. After passenger

aircraft, airports are the second most desirable target for terrorists, as proven by attacks all over the world during the past 25 years. RT produces an order-of-magnitude improvement in overall passenger throughput without requiring additional scarce airport terminal space or TSA resources. What's more, passenger traffic at our nation's airports is anticipated to grow by 3.5 percent to 4 percent annually at a time when TSA staffing levels have been capped by Congress.

New Ideas In RT 2.0

The TSA pilot programs, and early airport RT implementations, were necessarily stripped down initiatives and only envisioned "front-ofthe-line" benefits, including, not having to remove shoes, coats and laptops. TSA for some time, however, has encouraged private industry to be creative in developing other value-added RT benefits not related to the checkpoint such as preferred airport parking, concession discounts and global assistance. Indeed, BTC's research validates that CTMs agree with TSA that this would likely be a more fully-supported RT business model.

Where RT 1.0 focuses exclusively on "lane benefits," the next generation model, RT 2.0, seeks to add value at points along the door-to-door business travel process. For example, in testing right now in a few Boston hotels is remote airport baggage check-in which means when you arrive at Logan you can go straight to a client meeting and your bags will be delivered to your hotel. Likewise, on the last day of your business trip, you can cab it to a last-minute meeting while your bag is being screened at your hotel and securely transported to the airport.

RT 2.0 also enables an airline to private-label a RT card. An airline can bundle various benefits of its own choosing into its branded card such as club access, preferred seating and additional frequent flyer program features. This is a totally customizable solution that provides an efficient platform for airlines to provide valuable, relationship-strengthening benefits to their very best customers. (Some RT service providers also offer private-labeling to TMCs, hotel companies and charge card companies as well as corporations that enroll 10,000 or more travelers.)

RT is moving forward; strategic decisions are being made by TSA, RT service providers, airports and other participants. The voice of the buyer is now critical to ensuring that RT, destined to be a global industry, is structured to ensure long-term vibrant competition, and with it, new entrants, innovative business models, price competition and superior customer service.

To help corporate travel managers, and their corporations, shape this fledgling RT industry, BTC has formed the RT Customer Coalition with a mission to bring transparency to industry and government RT policies and practices. Much is at stake. The corporate buyer's voice, as always, is the most influential if it is informed, motivated and organized for action. To join the RT Coalition, or for additional information, visit http://BusinessTravelCoalition.com. #

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